

EXHIBIT A5

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: §
FIELDWOOD ENERGY LLC, et al., § Chapter 11
Debtors. § Case No. 20-33948 (MI)
§ (Jointly Administered)
§

30(b) (6) ORAL DEPOSITION OF
DEBTOR FIELDWOOD ENERGY, LLC

MR. MICHAEL T. DANE

May 13, 2021

30(b) (6) ORAL DEPOSITION OF DEBTOR FIELDWOOD ENERGY, LLC, MR. MICHAEL T. DANE, produced as a witness at the instance of the Sureties and Parties-in-interest, and duly sworn, was taken in the above-styled and numbered cause on the 13th day of May, 2021, from 9:37 a.m. to 6:43 p.m., before Michelle Hartman, Certified Shorthand Reporter in and for the State of Texas and Registered Professional Reporter, reported by computerized stenotype machine via Zoom videoconference, pursuant to the Federal Rules of Civil Procedure and the provisions stated on the record or attached hereto.

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 2 EXHIBIT DESCRIPTION PAGE
 3 Exhibit 1 Notice of Rule 30(b)(6) 24
 4 Deposition of Debtor Fieldwood
 5 Energy LLC
 6 Exhibit 2 Dear John e-mail re: Swordfish 69
 7 catch up FWE-0047937
 8 Exhibit 3 9/17/20 letter to Dane from 77
 9 (blacked out), FWE-0047938 to
 10 47948
 11 Exhibit 4 7/17/20 letter to Fieldwood 78
 12 Energy, Dear John, re: Offer
 13 to Purchase Co-Owned
 14 Properties, FWE-0047949 to
 15 47954
 16 Exhibit 5 Decommissioning Agreement 54
 17 between Apache Corporation, et
 18 al and Fieldwood Energy, et al
 19 in 2013, no Bates
 20 Exhibit 6 Exhibit 14, 2021 Farmout 90
 21 Agreement, pages 131 to 158 of
 22 469
 23 Exhibit 7 Exhibit 8 to the Plan of 95
 24 Reorganization and Disclosure
 25 Statement, titled Standby Loan
 26 Agreement, pages 978 to 1024 of
 27 1032
 28 Exhibit 8 Transmission Services 101
 29 Agreement, Exhibit 15 to the
 30 Disclosure Statement and Plan
 31 of Reorganization, Document
 32 Number 1285-2, pages 289 to 310
 33 of 469
 34 Exhibit 9 Exhibit 6, Fieldwood Energy I 116
 35 LLC Agreement, Document Number
 36 1285-1, pages 910 to 964 of
 37 1032

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1 EXHIBITS (cont.)
 2 EXHIBIT DESCRIPTION PAGE
 3 Exhibit 10 Excel spreadsheet, FWE-0000002 176
 4 Exhibit 11 *Attached but not mentioned, 10
 5 Fieldwood Energy, Inc.
 6 Estimated Future Reserves and
 7 Income Attributable to Certain
 8 Leasehold and Royalty Interests
 9 SEC Parameters as of December
 10 31, 2020
 11 Exhibit 12 *Attached but not mentioned - 10
 12 SpinCo Preliminary G & A Detail
 13 FWE-0000019
 14 Exhibit 13 *Attached but not mentioned, 10
 15 Category/NewCo/Comments table,
 16 FWE-0000018
 17 Exhibit 14 *Attached but not mentioned, 10
 18 Excel spreadsheet, FWE-0037606
 19 Exhibit 15 *Attached but not mentioned, 10
 20 Document beginning "West
 21 Areas", FWE-0045265 to 266
 22 Exhibit 16 *Attached but not mentioned, 10
 23 Excel spreadsheet FWE-0038676
 24 Fields not returning to
 25 production
 26 Exhibit 17 *Attached but not mentioned, 10
 27 e-mail from Lamme to Lamb
 28 4/29/21 re: BOEM Questions,
 29 FWE-0045280
 30 Exhibit 18 *Attached but not mentioned, 10
 31 Excel spreadsheet, FWE-0045403
 32 Exhibit 19 *Attached but not mentioned, 10
 33 Houlahan Lokey expert report of
 34 John-Paul Hanson, 80 pages

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1 EXHIBITS (cont.)
 2 EXHIBIT DESCRIPTION PAGE
 3 Exhibit 20 Exhibit O Financial 120
 4 Projections, page 439 to 448
 5 Exhibit 21 Excel Spreadsheet FWE-0000016 134
 6 Exhibit 22 *Attached but not mentioned, 10
 7 FWE Amended responses and
 8 objections to sureties
 9 discovery request
 10 Exhibit 23 *Attached but not mentioned, 10
 11 Exhibit B, page one of three
 12 Exhibit 24 Excel Spreadsheet FWE-000008 10
 13 Exhibit 25 Disclosure statement, page 1 of 10
 14 99
 15 Exhibit 26 Alix Partners Liquidation 10
 16 Expert Report of Marc J. Brown,
 17 April 21st, 2021
 18 Exhibit 27 Everest Indemnity Agreement 245
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1 THE COURT REPORTER: Okay. Can I get an
 2 agreement between Counsel, please, the court reporter
 3 can swear in the witness remotely.

4 MR. GRZYB: Okay with me.

5 MR. PÉREZ: Yes, ma'am.

6 MR. MICHAEL T. DANE,
 7 having been first duly sworn, testified as follows:

8 EXAMINATION

9 Q. (BY MR. GRZYB) Good morning, Mr. Dane,
 10 and thank you for your time today. My name is Darren
 11 Grzyb. I'm a lawyer with the firm of Chiesa,
 12 Shahinian & Giantomaso. I have four surety clients
 13 that are involved in this case: Everest, Aspen,
 14 Berkeley, and Sirius.

15 It was our notice of deposition that was
 16 issued from my office signed by me that today's
 17 proceeding relates to. As I said, today is a
 18 deposition. Have you been deposed before, Mr. Dane?

19 A. No, I have not.

20 Q. Then I think it is important to start
 21 with some ground rules. The format of today's
 22 proceeding is a question-and-answer session. I will
 23 be asking you questions, and it is important that I
 24 issue verbal questions and you are to give me verbal
 25 responses. You can't shake your head, particularly

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1 now that we're doing this by Zoom, but you shouldn't
 2 do that in the first place in a deposition. So it is
 3 important that you give me verbal responses.

4 It is also important that you understand
 5 the question. If I ask a question, and you don't
 6 understand it, but you give an answer, I will assume
 7 that you've understood the question. It is also
 8 important that you and I and Mr. Perez, to the extent
 9 he interposes an objection, don't talk over each
 10 other because our friend, Michelle, is transcribing
 11 everything that we say and, therefore, it will be
 12 hard for her if we talk over each other for her to
 13 transcribe what we say.

14 That's another point, the description of
 15 this. Michelle, Madam Court Reporter, is typing out
 16 all the words that we say. So at the end of this,
 17 what we will have is a transcript of everything we
 18 say: My questions, Mr. Perez's objections, and your
 19 responses.

20 It's also important that if you would
 21 like to take a break -- it could be a long day, I
 22 have no problem with us taking breaks, so if the
 23 challenge might be that you're not in the same room
 24 with Mr. Perez, I will be very understanding if you
 25 want to take a break; and frankly, I will likely need

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1 to take breaks during this process as well.

2 That's all I have for now in terms of
 3 ground rules. If you have any questions as to the
 4 ground rules, let me know.

5 Do you have any questions?

6 A. No, thank you very much.

7 MR. PÉREZ: So, Darren, this is Alfredo
 8 Perez, before we get started, the -- you've provided
 9 us -- we have had the courtesy of you providing us
 10 several depositions with the exhibits that we have
 11 reviewed. Several of the exhibits have been marked
 12 "Confidential" and several of them have been marked
 13 "Highly Confidential," pursuant to the Protective
 14 Order that was ordered by the Court.

15 So I just want to make sure that everyone
 16 on the -- that is in the Zoom deposition -- and there
 17 are approximately 40 participants -- has either
 18 agreed to be bound by the terms of that and that
 19 there aren't -- there isn't anyone here who's
 20 otherwise not -- you know, that -- that the debtor is
 21 protected as a result of that deposition.

22 So I suspect that when you're going in --
 23 when you're going into documents that were marked
 24 "Highly Confidential," you'll alert us so that we can
 25 check that again, but that is my only comment at this

1 cash flow to be able to represent an attractive
 2 business proposition to stakeholders that are
 3 investing hundreds of millions of dollars of new
 4 capital as a part of that restructuring.

5 Q. So, just to paraphrase what you have
 6 said, 80 percent deepwater, 20 percent shelf, and of
 7 that 80 percent that's in deepwater, how many are
 8 those, again, are wells that Fieldwood has drilled
 9 and that you're the first entity in the chain of
 10 title?

11 A. Fieldwood drilled five wells in deepwater
 12 on leases that generally have extensive chain of
 13 title ownership or very significant predecessor, and
 14 more of those wells were drilled with co-working
 15 interest owners.

16 Q. And then now coming out of bankruptcy,
 17 it's my understanding that you have -- and was the
 18 Genovesa well one of those five or was that
 19 considered a different well?

20 A. No, that was -- that was one of the five.

21 Q. And now coming out of bankruptcy, it is
 22 my understanding that Fieldwood would like to drill
 23 six more wells. Is that your drilling plan?

24 A. The plans generally contemplate one to
 25 two three wells per year, but again, the strategy is

1 focused on a business plan that has a disciplined
 2 capital investment program and the ability to
 3 generate cash flow.

4 Q. And those wells are the Katmai 2, 3, and
 5 4, the Gunflint, the CPN, and the Big Bend Number 2;
 6 is that correct?

7 A. Those are wells that are in our inventory
 8 and incorporated in our projections. We have a
 9 significant inventory that's under a continuous
 10 evaluation, and like any company, we're always
 11 looking for the best opportunities to pursue at any
 12 given time.

13 Q. Have all of those wells been permitted?

14 A. No.

15 Q. Have you any of them been permitted?

16 A. Can you recite for me which wells again
 17 you're -- you're asking about?

18 Q. Certainly. And I'm not intending to
 19 trick you, so if -- if you have a question or if I'm
 20 ever inarticulate, and I have been -- I have been
 21 that before, just let me know. I want to make sure
 22 you understand my questions.

23 Has the Katmai Number 2 been permitted?

24 A. It has not.

25 Q. Has the Katmai Number 3 been permitted?

1 A. No.

2 Q. Has the Katmai Number 4 been permitted?

3 A. No.

4 Q. Has the Gunflint been permitted?

5 A. There is multiple wells in the Gunflint
 6 and the Gunflint's yield. I'm not aware that those
 7 wells have been permitted.

8 Q. Has the CPN been permitted?

9 A. No.

10 Q. Has the Big Bend Number 2 been permitted?

11 A. No.

12 Q. Will each of those wells be a similar
 13 deepwater well to the Genovesa well or are some of
 14 those also shelf wells?

15 A. The wells that you specified are
 16 deepwater wells.

17 Q. What does it cost typically to drill a
 18 well like that?

19 A. There is a wide range of costs for
 20 drilling deepwater wells. A dry hole cost of a
 21 sidetrack may be as low as 20 or \$30 million. A
 22 deep, new well may cost, for the dry hole cost, in
 23 excess of \$60 million.

24 Q. What did it cost when you drilled the
 25 Genovesa well, just by reference?

1 A. I believed the dry -- I don't --

2 MR. PÉREZ: Yeah, if you don't know --
 3 but I'm a little concerned about, you know, continued
 4 questions about Genovesa, which, as you know, have
 5 been the subject of significant disputes between the
 6 parties, and I don't think this is intended to be a
 7 deposition relating to Genovesa, but I mean, if you
 8 know, the answer, if you have the number, if you know
 9 the number.

10 MR. DUEWALL: If he has a number? He is
 11 the CFO. I'm asking him what the budget was when it
 12 got drilled. I think he should know that. And I'm
 13 not asking anything else right now, so let's not
 14 jump -- let's not get too far ahead of ourselves with
 15 our objections.

16 THE WITNESS: Yes, I would have to
 17 consult our records. I don't have the number at my
 18 fingertips.

19 Q. (BY MR. DUEWALL) And do you know what the
 20 de-com cost would be for a well like the Genovesa
 21 well?

22 A. A deepwater well can cost anywhere from
 23 eight to \$20 million to be decommissioned is probably
 24 a general range.

25 Q. You cut out when you were talking, and I